

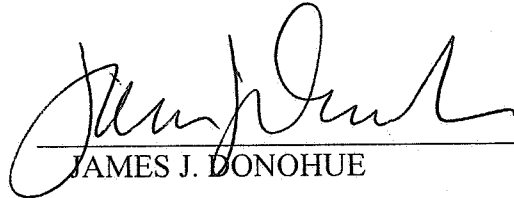
7. White and Williams LLP has no agreement with any entity to share with such entity any compensation received by White and Williams LLP.

8. White and Williams LLP and its partners, auditors, and other members may have in the past represented, currently represent, and may in the future represent entities that are claimants of the Debtors in matters totally unrelated to these pending chapter 11 cases. White and Williams LLP does not and will not represent any such entity in connection with these pending chapter 11 cases and does not have any relationship with any such entity, attorneys, or accountants that would be adverse to the Debtors or their estates.

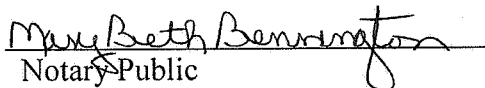
9. Neither I, White and Williams LLP, nor any partner, auditor or other member thereof, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors, or their estates in the matters upon which White and Williams LLP is to be engaged.

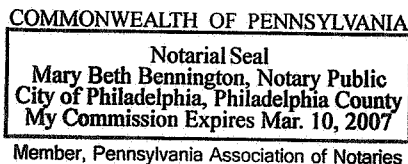
10. The foregoing constitutes the statement of White and Williams LLP pursuant to sections 329 and 504 of the Bankruptcy Code and Bankruptcy Rules 2014 and 2016(b).

FURTHER AFFIANT SAYETH NOT


JAMES J. DONOHUE

Subscribed and sworn before me
this 21st day of December, 2005.


Notary Public



CERTIFICATE OF SERVICE

I, Eileen Kaminski, Legal Assistant, hereby certifies that on January 5, 2006, she served a copy of the affidavit of Legal Ordinary Counsel Professional James J. Donohue upon the following interested parties via first class mail:

James J. Donohue, Esquire
White and Williams LLP
1800 One Liberty Place
Philadelphia, Pa. 19103

Latham & Watkins
Attention: Mark A. Broude, Esquire
885 Third Avenue
New York, NY 10022

Delphi Corporation
Attention: General Counsel
5725 Delphi Drive
Troy, MI 48098

Simpson Thacher & Bartlett LLP
Attention: Marissa Wesley, Esquire
425 Lexington Avenue
New York, NY 10017

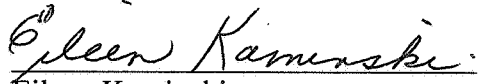
Skadden, Arps, Slate, Meagher & Flom
Attention: John W. Butler, Jr., Esquire
333 West Wacker Drive, Suite 2100
Chicago, IL 60606

David Polk & Wardell
Attention: Marlane Melican, Esquire
450 Lexington Avenue
New York, NY 10017

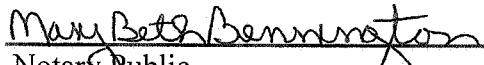
United States Trustee
Attention: Alicia M. Leonhard, Esquire
33 Whitehall Street, Suite 2100
New York, NY 10044

Melissa S. Schmitt,
Legal Assistant
Ellmann & Ellmann, P.C.
308 W. Huron
Ann Arbor, MI 48103-4202

Dated: January 5, 2006


Eileen Kaminski
Legal Assistant
White and Williams LLP
1800 One Liberty Place
Philadelphia, Pa. 19103
215-864-7038

Subscribed and sworn before me
this 5th day of January, 2006.


Notary Public

